

\$16.00

# Taylor, Morell & Gitomer

April 28, 1993

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Washington, DC 20006  
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3-118A040

Honorable Sidney L. Strickland  
Secretary  
Interstate Commerce Commission  
Washington, DC 20423

RECORDATION NO. 6634-B FILED 1485

APR 28 1993 2:50 PM

INTERSTATE COMMERCE COMMISSION

Dear Secretary Strickland:

I have enclosed the original and a certified copy of a document described below, to be recorded pursuant to 49 U.S.C. § 11303.

The document is a Bill of Sale, a secondary document, dated December 4, 1991. The primary document to which it is connected is recorded under Recordation No. 6634. We request that this document be recorded under Recordation No. 6634-B.

The names and addresses of the parties to the Bill of Sale are as follows:

Seller:

Trust Company for USL, Inc.  
P.O. Box 193985  
San Francisco, CA 94119

Buyer:

Southern Pacific Transportation Company  
One Market Plaza  
San Francisco, CA 94105

A description of the equipment covered by the document consists of one 70-ton 50'7" boxcar numbered SP 241923.

A fee of \$16.00 is enclosed. Please return the original to:

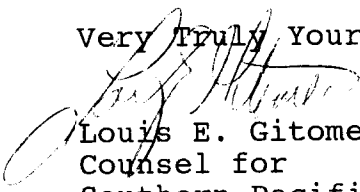
Louis E. Gitomer  
Taylor, Morell & Gitomer  
Suite 210  
919 18th Street, N.W.  
Washington, DC 20006

*Handwritten notes:*  
Held  
Darius  
C. Bradley

Honorable Sidney L. Strickland, Jr.  
April 28, 1993  
Page 2

A short summary of the document to appear in the index follows: a Bill of Sale between Trust Company for USL, Inc., P.O. Box 193985, San Francisco, CA 94119, and Southern Pacific Transportation Company, One Market Plaza, San Francisco, CA 94105, covering one 70-ton 50'7" boxcar numbered SP 241923.

Very Truly Yours,



Louis E. Gitomer  
Counsel for  
Southern Pacific  
Transportation Company

**Interstate Commerce Commission**  
Washington, D.C. 20423

4/28/93

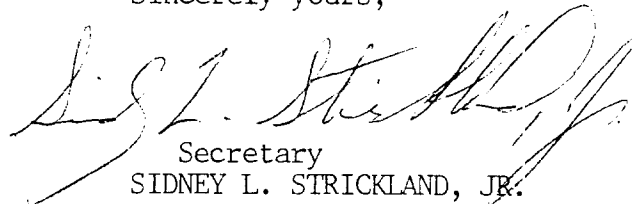
OFFICE OF THE SECRETARY

Louis E. Gitomer  
Taylor, Morell & Gitomer  
919 18th Street N.W. Suite 210  
Washington, D.C. 20006

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **4/28/93** at **2:50pm**, and assigned recordation number(s). **6634-B**

Sincerely yours,

  
Secretary  
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

RECORDATION NO. 6634-B FILED 1425

APR 28 1991 2:00 PM

BILL OF SALE INTERSTATE COMMERCE COMMISSION

For valuable consideration, TRUST COMPANY FOR USL, INC., as Trustee (hereinafter called "Seller") does hereby sell to SOUTHERN PACIFIC TRANSPORTATION COMPANY (hereinafter called "Buyer") all of Seller's right, title and interest in and to the personal property described below (the "Equipment"), legal title to which Equipment is currently held by the Seller.

One 70-ton, 50 ft. 7 in. single sheath boxcar with hydra-cushion underframes bearing Road Number SP 241923

Said property is sold on an "as-is, where-is" basis, without any covenant or warranty expressed or implied, of any nature whatsoever except, however, that Seller covenants and warrants that it is the owner of said property and has the right to convey said property to the Buyer, and that said property is free of all liens and encumbrances created by the Seller. THE WARRANTY IN THIS PARAGRAPH IS EXCLUSIVE AND IN LIEU OF ALL OTHER WARRANTIES OF SELLER, WHETHER WRITTEN, ORAL OR IMPLIED, AND SELLER SHALL NOT BY VIRTUE OF HAVING SOLD THE EQUIPMENT HEREWITH, BE DEEMED TO MAKE ANY REPRESENTATION OR WARRANTY AS TO THE MERCHANTABILITY, FITNESS, DESIGN OR CONDITION OF, OR AS TO THE QUALITY OF THE MATERIAL OR WORKMANSHIP IN, THE EQUIPMENT, OR ANY OTHER REPRESENTATION OR WARRANTY WHATSOEVER. By acceptance of said property transferred hereunder, Buyer agrees to pay all sales and use taxes heretofore assessed or levied against said property.

TO HAVE AND TO HOLD the Equipment unto the Buyer, its successors and assigns, for its and their own use, forever.

IN WITNESS WHEREOF, the Seller has caused this Bill of Sale to be executed on its behalf on this 4th day of December, 1991.

TRUST COMPANY FOR USL, INC.,  
as Trustee under a Trust Agreement  
dated as of June 1, 1972

By: Hesauhakeman  
President

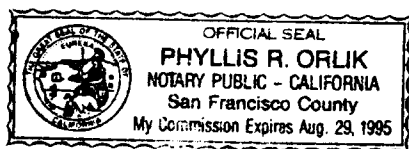
CORPORATE FORM OF ACKNOWLEDGEMENT

State of California )

SS:

County of San Francisco )

On this 4th day of December, 1991, before me personally appeared  
Desa Wakeman, to me personally known, who being by me sworn, says that  
she is President of Trust Company for USL, Inc., that the seal affixed  
to the foregoing instrument is the seal of said entity, that said  
instrument was signed and sealed on behalf of said corporation by  
authority of its Board of Directors, and she acknowledged that the  
execution of the foregoing instrument was the free act and deed of said  
corporation.



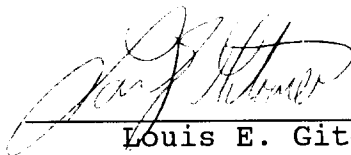
*Phyllis R. Orlik*  
\_\_\_\_\_  
Notary Public

(SEAL)

My commission expires: Aug 29, 1995

# **CERTIFICATION**

I, LOUIS E. GITOMER, have compared this copy of the original Bill of Sale dated December 4, 1991, and found the copy to be complete and identical in all respects to the original document. I declare under penalty of perjury that the foregoing is true and correct.

A handwritten signature in cursive script, appearing to read "Louis E. Gitomer", is written over a horizontal line.

Louis E. Gitomer  
April 28, 1993